

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION**

ADVANCED CODING TECHNOLOGIES,
LLC,

Plaintiff,

V.

APPLE INC.,

Defendant.

Case No. 2:24-cv-00572-JRG
(LEAD CASE)

JURY TRIAL DEMANDED

ADVANCED CODING TECHNOLOGIES,
LLC,

Plaintiff,

V.

APPLE INC.,

Defendant.

Case No. 2:24-cv-00687-JRG
(MEMBER CASE)

JURY TRIAL DEMANDED

**DECLARATION OF STEPHANIE DOCKENDORF IN SUPPORT OF
DEFENDANT APPLE INC.'S MOTION TO DISMISS**

I, Stephanie Dockendorf, hereby declare:

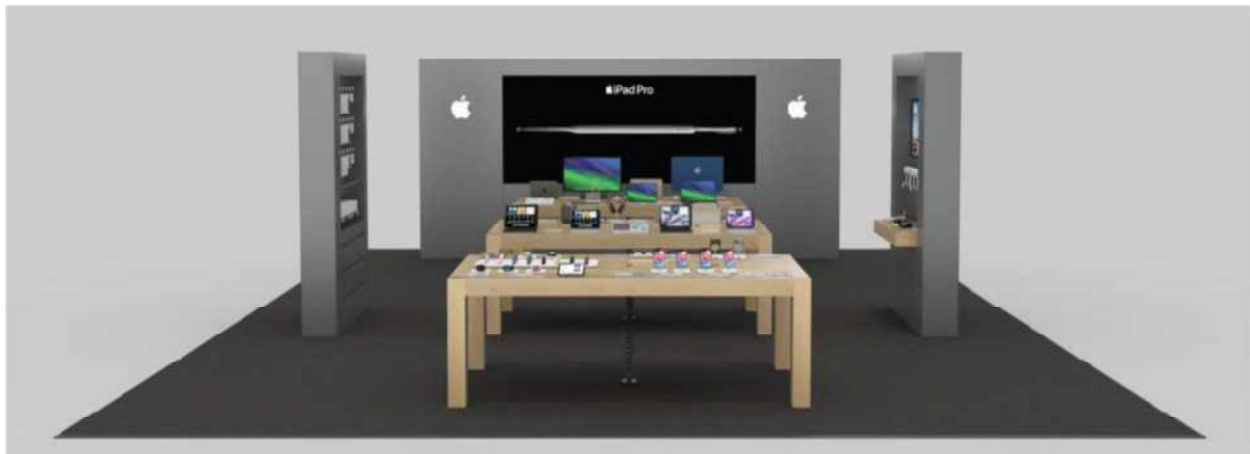
1. I am employed by Apple Inc. (“Apple”) in Cupertino, California, where I have worked since 2018. My current title at Apple is Program Manager. One of my primary responsibilities is managing the installation and maintenance of Apple-branded fixtures at Best Buy stores.

2. I provide this declaration in support of Apple’s motion to dismiss. Unless otherwise indicated below, the statements in this declaration are based upon either my personal knowledge or corporate records maintained by Apple in the ordinary course of business.

I. APPLE SHOPS WITHIN BEST BUY STORES

3. Apple’s products are sold through various distribution channels, including by third-party retailers, such as Best Buy, which operate their own stores.

4. Apple provides third-party retailers with Apple-branded fixtures, such as tables and display cases, which the third-party retailers can use to display Apple’s products within their stores. Below is a sketch of representative examples of these fixtures.



5. The area of the third-party retailer’s storefront that contains the Apple-branded fixtures is called an “Apple Shop” because that is where the third-party retailer displays most of the

Apple products that it sells. Below is a representative picture of an actual Apple Shop from a Best Buy location.



6. Apple Shops are part of the third-party retailer's store and are not owned or operated by Apple. For example, the store locator feature of Apple's website (locate.apple.com) explains that "Apple Shops are Apple-designed outlets located within select Apple resellers and other retail stores."

7. Apple does not own, lease, or rent any physical space within Best Buy's stores.

8. Apple designs and provides the Apple-branded fixtures that are used in Best Buy's stores, which are also used with other retailers that sell Apple products. Apple pays the cost of installing those fixtures at Best Buy and pays for routine maintenance as those fixtures wear out through ordinary wear and tear. But once installed in Best Buy's stores, those fixtures are Best Buy's property for which Best Buy is otherwise responsible. The demonstration models and merchandise within the Apple Shop belong to Best Buy. Best Buy cleans and stocks the Apple Shop. Best Buy employees complete all sales transactions for Apple products from the Apple Shop.

Best Buy provides security for the Apple Shop in the same way that it provides security for the entire Best Buy store. Best Buy also bears responsibility for losses that occur within the Apple Shop (e.g., theft or personal injury).

9. Because Apple Shops are part of Best Buy's stores, Best Buy maintains control over the entire process of installing an Apple Shop. Best Buy typically contacts Apple to initiate the installation of an Apple Shop when Best Buy is doing a full-store remodel or other work that changes the layout of a Best Buy location. Apple sets general requirements for where an Apple Shop may be located within Best Buy's stores and reviews any proposed location to ensure that Apple-branded fixtures are used consistently across retail locations. However, Best Buy initially identifies locations within its own stores to install an Apple Shop, and it is ultimately Best Buy's decision whether and where to include an Apple Shop within its stores.

10. After selecting a location within its store for installing an Apple Shop, Best Buy handles the permitting process with local authorities and performs any necessary site preparation to allow the installation of Apple-branded fixtures in its stores. Although Apple pays for the installation of Apple-branded fixtures, Best Buy reviews and authorizes any contractors used during the installation process. Apple's role is limited to the installation of the Apple-branded fixtures; Best Buy handles any other related construction work (e.g., electrical).

11. After an Apple Shop has been installed, Apple pays for routine maintenance for wear and tear of the Apple-branded fixtures, but Apple must use Best Buy's approved contractors for performing any such work unless an exception is approved by Best Buy. Best Buy is responsible for all other required maintenance of the physical space where those fixtures are located.

12. Best Buy controls all aspects of operating its stores that contain Apple Shops. For example, Best Buy determines the hours of operation for its stores. Best Buy hires its own

employees who complete all transactions involving Apple products at Best Buy stores. Best Buy also owns and manages all inventory of Apple products within its stores.

13. Best Buy can permanently close storefronts that contain Apple Shops and has done so 69 times in the last three years alone. Best Buy is not required to consult with Apple before permanently closing its stores, and Apple typically learns of these store closures at the time that Best Buy publicly announces them. For example, on October 30, 2021, Best Buy closed a location containing an Apple Shop in Lufkin, Texas, which is in the Eastern District of Texas. Best Buy did not consult with Apple before announcing the closure of its Lufkin store. Nor was Best Buy required to do so because the Lufkin store—like all other Best Buy locations—is controlled by Best Buy, not Apple.

II. APPLE STORES

14. Apple has other retail channels that operate very differently from what I have described above with respect to third-party retailers like Best Buy. Specifically, Apple operates its own retail stores called “Apple Stores,” which are storefronts over which Apple has ownership and control. Apple currently has no Apple Stores in the Eastern District of Texas and has had no Apple Stores in the District since 2019.

15. Apple Stores are different from third-party retail locations in terms of both the experience that they provide and Apple’s role in their operation. Unlike Best Buy stores that are designed to facilitate cross-shopping of products made by different manufacturers, Apple Stores provide an experience focused solely on Apple products and related accessories. Apple leases the storefronts, owns and sells the merchandise, controls the inventory, provides security, and sets the hours of operation at Apple Stores—none of which Apple does within Best Buy’s stores.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: 10/09/2024

A handwritten signature in black ink, appearing to read 'Stephanie Dockendorf', written over a horizontal line.

Stephanie Dockendorf